

27 May 2011

Cofinimmo S.A.
Boulevard de la Woluwe 58
B-1200, Brussels
Belgium

**Notice to the holders of the
€173.3 Million 3.125% convertible bonds due 28 April 2016
Convertible into Ordinary Shares Cofinimmo S.A.. (the “Bonds”)**
ISIN: BE 0002176429
Issued by Cofinimmo SA (the “Issuer”)

Change of control

The General Shareholders' Meeting of 29.04.2011 approved the change of control clause incorporated in the Bonds.